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Of Attorneys for Debtor-in-Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON

In re) Case No. 16-30406-rld11
)
SeaPort Airlines, Inc.,) DECLARATION OF EMBARK AVIATION CORP.
) IN SUPPORT OF DEBTOR'S MOTION FOR
) ORDER ESTABLISHING PROCEDURES FOR
) PROVISIONAL PAYMENT OF EMBARK
) AVIATION CORP.'S PROFESSIONAL FEES
) AND EXPENSES ON A TWICE-MONTHLY
Debtor-in-Possession.) BASIS

I, Ben Munson, declare as follows:

1. I am a managing partner at Embark Aviation Corp. ("Professional"), the proposed airline restructuring consultant for the Debtor in the above case.
2. I make this Declaration in support of the Debtor's Motion for Order Establishing Procedures for Provisional Payment of Embark Aviation Corp.'s Professional Fees and Expenses on a Twice-Monthly Basis for services rendered by Professional to the Debtor;
3. Under the engagement agreement between Professional and the Debtor, Professional's fees, (exclusive of costs) are not to exceed the sum of \$30,000 unless authorized by future court order.

4. I am familiar with the financial condition of Professional. I state that Professional has the financial ability to return fees up to and including the full amount of \$30,000 if the fees are paid to Professional on a provisional basis but then are later disallowed.

I hereby declare that the above statements are true to the best of my knowledge and belief and that I understand the above statements are made for use as evidence in Court and are subject to penalty for perjury.

Dated this 29th day of April, 2016.

/s/Ben Munson
Ben Munson, Declarant

CERTIFICATE - TRUE COPY

DATE: May 9, 2016

DOCUMENT: DECLARATION OF EMBARK AVIATION CORP. IN SUPPORT
OF DEBTOR'S MOTION FOR ORDER ESTABLISHING
PROCEDURES FOR PROVISIONAL PAYMENT OF EMBARK
AVIATION CORP.'S PROFESSIONAL FEES AND EXPENSES
ON A TWICE-MONTHLY BASIS

I hereby certify that I prepared the foregoing copy of the foregoing named document and have carefully compared the same with the original thereof and it is a correct copy therefrom and of the whole thereof.

CERTIFICATE OF SERVICE

I hereby certify that I served a copy of the foregoing on:

SeaPort Airlines, Inc.
Attn: Timothy Sieber
7505 NE Airport Way
Portland, OR 97218

Franklin C. Adams
POB 1028
Riverside, CA 92502-1028

Michael J. Edelman
VEDDER PRICE
1633 Broadway, 47th Floor
New York, New York 10019

Ben Munson
EMBARK AVIATION CORP.
745 Atlantic Ave.
Boston, MA 02111

Mark J. Wolfson
100 N Tampa St #2700
Tampa, FL 33602

Tulare County Tax Collector
Attn Jorge Garcia Depty Tax
Collector
221 S Mooney Blvd Rm 104-E
Visalia, CA 93291-4593

by mailing a copy of the above-named document to each of them in a sealed envelope, addressed to each of them at his or her last known address. Said envelopes were deposited in the Post Office at Portland, Oregon, on the above date, postage prepaid.

I hereby certify that the foregoing was served on all CM/ECF participants through the Court's Case Management/Electronic Case File system on the date set forth below.

Dated: May 9, 2016

VANDEN BOS & CHAPMAN, LLP

By: /s/Robert J Vanden Bos
Robert J Vanden Bos, OSB #78100
Douglas R. Ricks, OSB #044026
Christopher N. Coyle, OSB #07350
Of Attorneys for Debtor-in-Possession